



BOARD OF DIRECTORS' MEETING PACKAGE
Association of Part-time Undergraduate Students of the University of Toronto
(APUS)

December 18, 2015
APUS North Borden Office



December 13, 2015

Board of Directors' Meeting #4

Dear Directors of the Board,

The following package includes all the relevant documents in anticipation of the next APUS Board of Directors' Meeting to be held on **December 18, 2015 at 6 pm** in the APUS Board Room, at the North Borden Building.

Included in this package:

- I. Agenda
- II. Minutes Package

Please feel free to forward any question or concerns via email to me directly.

Sincerely,

Maina Rambali
President
Association of Part-Time Undergraduate Students of the University of Toronto (APUS)
Local 97 of the Canadian Federation of Students
president@apus.ca



I. AGENDA

1. Call to Order

2. Approval of the Agenda

MOTION Moved: Rambali Seconded:

Be it resolved that the agenda for the December 18, 2015 Board of Directors' Meeting #4 be approved as presented.

3. Approval of the Minutes

MOTION Moved: Rambali Seconded:

Be it resolved that the Minutes' Package be approved as presented.

- a. Board of Directors' Meeting – October 29, 2015 (p.5)*
- b. Executive Committee Meeting – November 20, 2015 (p.14)*
- c. Executive Committee Meeting – December 4, 2015 (p.17)*

4. Executive Reports

5. Bylaw Review Committee

MOTION Moved: Pyne Seconded:

Whereas APUS has successfully incorporated as a provincial not-for-profit corporation; and

Whereas the APUS bylaws need to be reviewed for compliance with provincial legislation; and

Whereas the Board recognizes that there are some areas of the APUS bylaws that need immediate review and clarity; therefore

Be it resolved that a Bylaw Review Committee of the 2015-2016 Board of Directors be struck; and

Be it further resolved that this committee be chaired by the Vice-President Internal as a voting member; and

Be it further resolved that one additional member be appointed by the Executive Committee , and three additional members of the Board be elected from and by the 2015-2016 Board of Directors to sit on the Bylaw Review Committee.

6. Appointment of At-Large Director



MOTION Moved: Rambali Seconded:

Be it resolved that George Gawronski be appointed At-Large Director.

7. Ratification of Board Resignation

MOTION Moved: Rambali Seconded:

Be it resolved that the resignation of Non-Woodsworth St. George Director, Yolen Bollo-Kamara, be accepted.

8. Food Services

MOTION Moved: McCullough Seconded: Pyne

Be it resolved that the APUS Board of Directors create a Campus Food Service Working Group to research the current state of food on the University of Toronto campus, including issues such as food access, justice, security and sustainability, and report back on future options to improve campus food services; and,

Be it further resolved that the Campus Food Services Working Group meet at least once a month and have an open membership to all members of the University of Toronto community; and,

Be it further resolved that the Campus Food Services Working Group work closely with the student-led University of Toronto Food Policy Council to lobby the central administration on future Food Service contracts.

9. Adjournment



II. Minutes Package

a. Board of Directors' Meeting – October 29, 2015

In attendance: Susan Froom, Munib Sajjad, Yasmin Rajabi, Richard Pyne, Susan Murray, Bryan Murray, Mala Kashyap, Maina Rambali, Margaret Ebifegha, Riley McCullough (on phone)

Chair: Ashkon Hashemi

Staff: Danielle Sandhu

Guests: Lane Rasmussen (APUS Auditor)

1. Call to Order

The meeting was called to order at 2:19 pm.

2. Approval of the Agenda

MOTION Moved: Rambali Seconded: Rajabi

Be it resolved that the agenda for the October 29, 2015 Board of Directors' Meeting #3 be approved as presented.

Vote carries.

3. Approval of the Minutes

MOTION Moved: Rambali Seconded: Pyne

Be it resolved that the Minutes' Package be approved as presented.

- a. *Board of Directors' Meeting – August 24, 2015*
- b. *Executive Committee Meeting – September 15, 2015*
- c. *Executive Committee Meeting – September 18, 2015*
- d. *Executive Committee Meeting – October 1, 2015*
- e. *Executive Committee Meeting – October 8, 2015*
- f. *Executive Committee Meeting – October 23, 2015*

Vote carries.

4. Executive Reports

MOTION Moved: Rambali Seconded: Pyne

Be it resolved that the Executive Reports be approved as presented.

- a. *President*



- b. *Vice-President Equity*
- c. *Vice-President Events and Outreach*
- d. *Vice-President External*

DISCUSSION

Rambali states that the only thing she wants to highlight is that we have hired three new staff members, including Member Services Coordinator, Guled Arale, Events & Outreach Coordinator, Grayce Slobodian and Info-Clerk, Madina Siddiqui. She further states that she would recommend that we have a CUPE training for all board members. She states we had a consultation with UTMSU about their board structure. She states they were thinking about changes to their board structure including the two part-time seats and changes to VP Part-time.

Froom asks for clarification around UTMSU changes.

Sandhu states that there are two seats for part-time students at UTMSU in their Division IV category. She states that given an increase in mature students on the campus, UTMSU was proposing to change one of the seats to represent mature students, either full-time or part-time. She states that from APUS' position, this would lessen representation for part-time students, and that UTMSU could look to promote the existing full-time and part-time seats to mature students. She states further the restructuring of the UTMSU executive composition would eliminate the VP Part-time position and transfer the responsibility of serving part-time students to the executive as a whole.

Murray, S. states that we are working on some mental health de-stress events including a yoga event as well as hosting a part-time graduate reception in the coming weeks and hopes that Board members can attend.

Froom states she sat in on a few committee meetings for the VP External. She states that Robarts renovations are ongoing, that the Sussex-Harbord renovations could include development of housing for students with families alongside faculty housing. She states that at the Hart House Board of Stewards there has been discussion about opening up a seat on the Finance Committee for APUS, as we currently do not hold a seat, solely the GSU does.

Murray, S. asks if there is discussion around improving access to water in Robarts.

Ebifegha enters.

Rasmussen enters.



Vote carries.

5. Approval of Audited Financial Statements

MOTION Moved: Rambali Seconded: Pyne

Be it resolved that the APUS audited financial statements for fiscal year 2014-2015 be received as presented.

DISCUSSION

Speaker states that the Board receives the audit and the general membership votes on the approval of the audit; this is a two-step process.

Rasmussen states that he will answer standard questions, and then open it up to members of the Board to ask additional questions. He states that the process of working with management was a good one, there was full openness to sharing information, and no conflicts in terms of what is represented in the statements.

Rambali asks about the difference from previous year to current year in Generating Operating Purchases and Payments.

Rasmussen states that this has to do with the reduction of Accrued Payables.

Kashyap states that this is a good thing.

Froom asks about the pool of money that the University of Toronto had promised to APUS and where this is represented.

Sandhu states that the University of Toronto administration had earmarked some funds for APUS when they moved APUS into its new office and that that does not currently belong to APUS. She states it will be represented if and when APUS were to ask for reimbursements for expenses.

Murray B., asked for clarity around Rambali's question.

Rasmussen provides clarification.

Rambali asks about representation of the fund Froom asked about.

Rasmussen states that there is a difference of recognizing funds when you spend them. He states you will want to see them represented as a net balance.



Pyne asks about what cash flow represents, because his understanding is that's money that goes in and out.

Rasmussen states that this is correct - Accrued Payables and Receivables captures when amounts are owed but not paid, and cash flow will capture the actual transfer of monies.

Vote carries.

6. Appointment of Vice-President Internal

MOTION Moved: Rambali Seconded: Kashyap

Be it resolved that Richard Pyne be appointed Vice-President Internal for the remainder of the 2015-2016 Board of Directors' term.

DISCUSSION

Froom asks a point of information if McCullough is present.

Sandhu states no, but she may be able to call into the meeting.

Chair states that he states he is aware that there are some questions about eligibility. He states that there is a question of ex-officios being eligible to run for the Executive Committee. He states that previously he ruled that ex-officios are unable to run as per 8.01 but for a vacancy it is less clear. He states that the APUS bylaws are a little vague. He states that this is particularly the case with respect to the current issue. He states that the intent of the last paragraph in Article 8.01 is to prevent anyone holding an ex-officio position, that is, elected by another entity, to be an Officer of your corporation. He states that this is a common principle that members of the board not elected through your own process would not be eligible for an Executive seat. He states that while there is not a specific reference to vacancies, he believes this principle still applies. He states that because it's not crystal clear, anything that is not so clear, is open to appeal. He states that he would encourage a member of the Board to appeal so we can have a discussion.

Froom states that she would like to appeal.

Chair states the process here is that we will seek a motion to uphold his ruling, and if you speak in favour of the ruling, you agree with his interpretation and if you speak against, you disagree with his ruling. He states that each speaker speaks once, and he motivates and has an opportunity to respond. This is as per Robert's Rules of Order.



Froom asks about moving into committee as a whole and if this changes the number of times one person can speak.

Chair states no.

Rajabi asks if we will be voting on this.

Chair states yes.

Motion to Uphold the Chair's Ruling

Moved: Kashyap Seconded: Sajjad

Murray B. states that he is opposed because ex-officios should or should not be eligible on a case by case basis. He states that he is a member of SBA and that is of value here, for example.

Rambali states that we have fifteen directors, of whom twelve are elected. She states that the intention here is to have 15 directors. She states that SBA is not in our bylaws, the Governing Council is. She states that by virtue of being on Governing Council, they are members of the Board.

Froom states that we should interpret the bylaws in the manner in which they have in the past. She states that past practice can be used to inform areas where they are silent. She states that we do not want someone elected through another organization to have the right to run for the APUS Executive. She states that she is a member of APUS, a member of the APUS Assembly that was duly elected. She states that we need to take into account that this clause has to do with the fact that members of APUS should be allowed to run and those that are not, cannot run.

Sajjad states that APUS is not a federated structure and we cannot let external bodies determine our Directors or Officers. He states that we recognize there are some bylaw amendments that should be made. He states that we should not necessarily take past practice as precedent if there were issues in the past.

Rajabi asks for a repeat of the clause in Article 8.01.

Hashemi repeats the clause.

Froom asks a point of information around whether that clause in 8.01 refers to the first board of directors' meeting where elections take place.



Hashemi states yes.

Murray, S. asks about class representatives and the term of the Assembly in terms of entry-point to the Board.

Chair states that if something is cut and dry, then there is one interpretation and he would not allow the appeal. He states in this case there is an appealable aspect. He states there is a principle that ex-officios do not sit as officers of corporations. He states that there is a gap in executive vacancy in the bylaws. He states that past practice is important to bear in mind.

Motion to Vote by Secret Ballot

Moved: Sajjad Seconded: Rambali

Vote carries.

The Chair states that individuals can indicate yes or no on their ballots. A yes means ex officios cannot run for vacancy, a no means ex-officios can run for vacancy.

Kashyap asks if there is a record of rationale for the vote.

Chair states no, there never is.

Motion on Chair's Ruling

Vote carries.

Murray, B. asks if an ex-officio can resign and then become eligible.

Chair states yes, however then they will not be eligible because they will no longer be a member of the Board.

Motion to Table

Moved: Froom Seconded: Murray, B.

DISCUSSION

Froom states that a member of the board interested in running is not present. She states also someone can resign and then become eligible.

Murray, S. states that she is confused because if someone is ex-officio then they are always ex officio.



Rambali states that we had notice for filling this position. She states that also we are able to reach other potential nominees who can call in.

Sajjad states that the meeting was called with due diligence. He states that we do not need to postpone. He knows that the VP internal position has been vacant for a while.

Vote fails.

Main Motion

Chair states that he is opening up nominations.

Froom nominates McCullough.

Kashyap nominates Pyne.
Pyne accepts.

Chair states that both accept nominations.

Pyne states that he would like to strike up a bylaw committee to review the bylaws as we have already noted areas that are problematic. He states that this would be his primary focus so we do not have such issues in future.

Chair distributes the one-page written statement from McCullough.

McCullough enters the meeting at 3:27 pm.

Vote carries.

7. Food Services

MOTION Moved: McCullough Seconded: Pyne

Be it resolved that the APUS Board of Directors create a Campus Food Service Working Group to research the current state of food on the University of Toronto campus, including issues such as food access, justice, security and sustainability, and report back on future options to improve campus food services; and,

Be it further resolved that the Campus Food Services Working Group meet at least once a month and have an open membership to all members of the University of Toronto community; and,



Be it further resolved that the Campus Food Services Working Group work closely with the student-led University of Toronto Food Policy Council to lobby the central administration on future Food Service contracts.

Motion to Table

Moved: McCullough Seconded: Pyne

Vote carries.

8. Formatting of Motions

MOTION Moved: Froom Seconded: Rambali

Be it resolved that motions for consideration at APUS Board meetings be distinguished as motions from the Executive Committee or motions from individual members of the Board.

DISCUSSION

Froom states that motions at CFS-O are designated as either coming from the Executive as a whole or from individual members.

Ebifegha states that it would be good to have example.

Vote fails.

9. Access to Documents

MOTION Moved: Froom Seconded: Rambali

Be it resolved that Board minutes and attendant documents be made easily available in electronic format for the previous five (5) years.

DISCUSSION

Froom states that we do not currently have access to minutes, and attendant documents. She states that we need to ask a staff member for past years. She states that there is not an electronic record. She states that APUS should have that.

Sandhu states the executive committee has already discussed this in terms of having documents available on the APUS website for Board minutes and Assembly minutes.



Pyne states he agrees with what Sandhu states and asks if these would be available to Board members or general public.

Chair states it is up to the Board, but only Board members have a right to that information.

Rambali states that if it is on the website then it will be accessible to general public.

Sajjad asks for clarity around what is meant by attendant documents?

Froom states appendices such as was included with this package. She states that it is good to have draft minutes ahead of time.

Sandhu states that if the desire is to have access to minutes online outside of the parameters of official notice for either the Board or Assembly meetings then this would be something that affects her work and she would like to have a discussion about that before the Board decides.

Pyne states that these documents are emailed out ahead of time to Board members.

Vote carries.

10. Academic Enrolment Issue

MOTION

Moved: Rambali

Seconded: Kashyap

Be it resolved that APUS advocate on behalf of part-time students on the issue of course enrolment priority in the Faculty of Arts and Science.

DISCUSSION

Rambali states that part-time students further along in their degree have lower priority for courses. She states that they suffer from the last date of enrolment being different from the financial penalty date.

Vote carries.

11. Other Business

a. Fall reading week



Ebifegha states that there is a referendum taking place for fall reading week. being hosted by UTSU and ASSU, and hopefully the outcome will be positive for part-time student as well.

Sandhu states APUS was not included in discussions about this plebiscite of students, despite the fact that neither UTSU nor ASSU represents part-time students. She states that APUS has advocated on the issue, especially as a means of addressing mental health issues for students. She states that we will continue to advocate on this issue.

12. Adjournment

Moved: Sajjad Seconded: Kashyap

Vote carries.

The meeting adjourned at 3:45 pm.



b. Executive Committee Meeting – November 20, 2015

In attendance: Susan Murray, Richie Pyne, Mala Kashyap, Maina Rambali
Staff: Danielle Sandhu

1. Call to order

The meeting was called to order at 3:28 pm.

2. Approval of Agenda

Moved: Rambali Seconded: Murray

Be it resolved that the meeting agenda be approved as amended.

Vote carries.

3. Updates

Murray states that we had a great event last night but would like to debrief about the event at another time.

Pyne states that he has been transitioning with Sandhu. He states he has been thinking about the bylaws and if others have feedback to let him know. He states that he wants to strike the Bylaw Review Committee at the next board meeting following the CFS general meeting. He states he will think of the terms of reference for the committee, maybe two executives including or excluding him. He states he wants to follow up on the residence for part-time students item discussed with the OVPS. He states the Vice-Provost Students was seemingly interested.

Kashyap states that the Mental Health Task Force will be having one more meeting before she can bring forward a more comprehensive report-back. She states that she has been attending events on campus. She states that mature student initiatives are on her radar and she is looking to plan something in the new year.

Rambali states that she is interested in supporting the mature student initiative, and also in supporting MatSA. She states that she has been attending CAR meetings, and there is a COSS meeting next week where the budget will be discussed. She states we can work with WCSA to plan events.

Sandhu states that it will be important for us to keep track of the discussions at COSS, given some of the comments made by administrators on COSS last year



with respect to challenges in passing fees at COSS being a reason to remove the body altogether. She states that she attended the UTMSU general meeting where changes were made to the bylaws as discussed. She states there are vacancies for the part-time director seats and we should help promote the vacancies to members. She states that there is also a part-time director vacancy at WCSA.

4. Management Reporting

Motion to go in camera

Moved: Murray Seconded: Rambali

The meeting went in camera at 3:45 pm.

Motion to go out of camera

Moved: Pyne Seconded: Rambali

The meeting went in camera at 4:11 pm.

5. Communication and Organizational Issues

Rambali states that we have had some communication issues with UTSU.

Motion to go in camera

Moved: Pyne Seconded: Rambali

The meeting went in camera at 4:14 pm.

Motion to go out of camera

Moved: Pyne Seconded: Rambali

The meeting went in camera at 4:35 pm.

6. WCSA Red Party Collaboration

Rambali states that we have been invited to collaborate on this event and we should support and promote on our list serv.

7. Town Hall on Islamophobia

Sandhu states that we have received an invitation from the UTM Muslim Students Association and UTMSU to collaborate on a town hall for students to discuss experiences of Islamophobia. She states the event is on November 30,



2015 from 4:30 to 7:00 pm at the Davis Building. She states there is a request for financial support as well for \$250.

Murray states we should endorse and support with up to \$250.00 as needed.

Rambali asks if this would go to UTMSU or UTM MSA directly.

Sandhu states we can pay off relevant invoices or provide a cheque to one of the organizations and indicate on the cheque memo that the money is for the town hall event.

8. Upcoming Events

Murray provides an overview of the exam destressors planned, including the yoga event featuring a paid yoga instructor and conversation cafe.

Rambali asked if the events were posted on the website.

Sandhu states yes.

9. Board Meeting

Rambali states that our next Board meeting will be on December 18, 2015. She states that there are Board seat vacancies that can be filled at that time.

10. Assembly Meeting

Rambali states that our next Assembly meeting will be on December 18, 2015.

11. Next Executive Meeting

Rambali states that our next executive meeting will be on November 27, 2015.

Murray exits at 5:15 pm.

12. Adjournment

Moved: Rambali Seconded: Kashyap

The meeting adjourned at 5:17 pm.



Murray states she agrees.

Kashyap states that she would be interested but may not have capacity.

Pyne states that for now we have the student hire at this moment, and if we have two representatives from Management, and one additional representative from the Executive, that would be three representatives in addition to the Union representative.

Kashyap states that there needs to be a mechanism for reporting back in terms of the process from the observer.

Sandhu states that she thinks four members on a hiring committee might be intimidating for someone applying for a short-term contract position. She states that for the full-time hire for a permanent bargaining unit position she would recommend the model suggested.

Motion to go in camera

Moved: Rambali Seconded: Pyne

The meeting went in camera at 6:47 pm.

Motion to go out of camera

Moved: Rambali Seconded: Pyne

The meeting went in camera at 7:06 pm.

Be it resolved the President be authorized to confirm an observer from the Executive Committee outside of the Management Committee for the Student Information Clerk hire.

Vote carries.

b. By-law Review Committee

Rambali states that the Vice-President Internal would chair the committee.

Pyne states that we would have between five (5) and seven (7) board members, with up to two (2) executives outside of the VP Internal, and up to three (3) members of the Board, and the committee would be resourced by the Executive Director.

Sandhu states that there are different levels of review that need to be done, the most urgent being compliance with the Ontario Corporations Act, and any bylaw issues that have come up, and a second layer addressing visioning. She states that any bylaw amendments would need to be approved by the Board, the Assembly, and shared with the membership at large.

Kashyap states she would like to see a proposal come forward about the composition for the committee and the timeline for the committee to come forward at our next meeting.



5. Outreach

Murray states she would like to see a rotating schedule of outreach done by staff at all three campuses.

Sandhu states that this is possible.

Murray states that it would be great to have an outreach meeting.

Ebifegha enters the meeting at 7:35 pm.

Ebifegha states that we need to work on how we retain volunteers and engage members.

Sandhu states that perhaps she and Murray can meet and brainstorm ideas to bring forward to the outreach meeting.

6. Adjournment

Moved: Rambali Seconded: Pyne

Vote carries.

The meeting adjourned at 7:48 pm.